



South Bend

Redevelopment Authority

227 West Jefferson Boulevard, Room 1308, South Bend, Indiana

Agenda

Re-Scheduled Meeting, June 20, 2016, 1:00 p.m.

1. Roll Call

2. Approval of Minutes

- A. Approval of Minutes of the Regular Meeting of April 27, 2016.

3. New Business

- A. Officer's Certificate – Annual Insurance Compliance Certificate to the Trustee Smart Streets
- B. Officer's Certificate – College Football Hall of Fame
- C. Officer's Certificate – Century Center
- D. Officer's Certificate – Century Center
- E. Fifth Addendum to Lease Between the South Bend Redevelopment Authority, as Lessor, and the South Bend Redevelopment Commission, as Lessee (College Football Hall of Fame/Century Center Project).

4. Adjournment

NOTICE

FOR HEARING AND SIGHT IMPAIRED PERSONS

Auxiliary Aid or Other Services are Available upon Request at No Charge.
Please Give Reasonable Advance Request when Possible.



**SOUTH BEND REDEVELOPMENT AUTHORITY
REGULAR MEETING**

April 27, 2016
10:30 a.m.

1308 County-City Building
227 West Jefferson Boulevard
South Bend, IN 46601

The meeting was called to order at 10:35 a.m.

1. ROLL CALL

Members Present:	Richard Klee, President Erin Hanig, Vice President
Redevelopment Staff:	Dave Relos, Associate II Mary Brazinsky, Recording Secretary
Legal Counsel:	Benjamin Dougherty, Legal Department
Other:	John March, Associate I Community Investment
Absent:	Anthony Fitts, Secretary-Treasurer

2. APPROVAL OF MINUTES

A. Approval of Minutes of the Regular Meeting of March 2, 2016

Upon a motion by Erin Hanig, Vice President, seconded by President Klee the motion carried unanimously, the Authority approved the Minutes of the Regular Meeting of March 2, 2016.

Mr. Dougherty commented that there is another group of insurance certifications that we are working to resolve questions for. Those certifications will be forth coming at a later date.

3. NEW BUSINESS

A. Certification Concerning Insurance (Morris Performing Arts Center Project, Lease rental Revenue Refunding Bonds of 2009.)

Mr. March presented the Morris Performing Arts Center Project, Lease rental Revenue Refunding Bonds of 2009. Mr. March contacted Ceil Eastman, Senior Financial Specialist for the City of South Bend regarding insurance coverage and he states the insurance coverage is a little over 100,000,000. Mr. Dougherty has reviewed the trust agreements and deemed them to be accurate.

Upon a motion by Erin Hanig, Vice President, seconded by President Klee

the motion carried unanimously, the Authority approved the Certification Concerning Insurance (Morris Performing Arts Center Project, Lease rental Revenue Refunding Bonds of 2009.)

B. Certification Concerning Insurance (Eddy Street Commons Project, Lease Rental Revenue Refunding Bond of 2015)

Mr. March presented the Certification Concerning Insurance (Eddy Street Commons Project, Lease Rental Revenue Refunding Bond of 2015). Mr. March contacted Ceil Eastman, Senior Financial Specialist for the City of South Bend regarding insurance coverage and he states the insurance coverage is a little over 51,000,000. Mr. Dougherty has reviewed the trust agreements and deemed them to be accurate.

Upon a motion by Erin Hanig, Vice President, seconded by President Klee the motion carried unanimously, the Authority approved the Certification Concerning Insurance (Eddy Street Commons Project, Lease Rental Revenue Refunding Bond of 2015).

4. ADJOURNMENT

President Klee adjourned the meeting at 10:38 a.m.



Aaron Kobb
Economic Resources Team,
Community Investment

Erin Hanig, Vice President
South Bend Redevelopment Authority

EXHIBIT A
OFFICER'S CERTIFICATE
Annual Insurance Compliance Certificate to the Trustee
Smart Streets

Reference is made to the Trust Agreement dated as of April 1, 2015 (the "Governing Document"), between the South Bend Redevelopment Authority, a public body corporate and politic, organized and existing under Indiana Code 36-7-14.5, as amended (the "Company"), and U.S. Bank National Association, as trustee (the "Trustee").

The undersigned officer hereby certifies to the Trustee that:

- (i) I have read all relevant sections of the Governing Documents relating to Insurance and the definitions relating thereto;
- (ii) I have made such examination or investigation as is necessary or appropriate in order to make the statements contained herein:
- (iii) I have made such examination or investigation as is necessary to enable me to express an informed opinion as to whether or not the terms, conditions and covenants in the Governing Documents with respect to insurance matters have been complied with; and
- (iv) Based on examination and review of the Governing Documents, all of the terms, conditions and covenants set forth in the Governing documents as they relate to Insurance matters have been satisfied and are in full force and effect.

IN WITNESS WHEREOF, the undersigned as executed this Officer's Certificate this 20th day of June, 2016.

SOUTH BEND REDEVELOPMENT AUTHORITY

By: _____

Name: _____

Title: _____

EXHIBIT B
OFFICER'S CERTIFICATE
College Football Hall of Fame

Reference is made to the First Supplemental Trust Agreement dated as of November 1, 2000, as amended (the "Governing Document"), between the South Bend Redevelopment Authority, a public body corporate and politic, organized and existing under Indiana Code 36-7-14.5, as amended (the "Company"), and U.S. Bank National Association, as trustee (the "Trustee").

The undersigned officer hereby certifies to the Trustee that:

(i) I have read all relevant sections of the Governing Documents relating to Insurance and the definitions relating thereto;

(ii) I have made such examination or investigation as is necessary or appropriate in order to make the statements contained herein:

(iii) I have made such examination or investigation as is necessary to enable me to express an informed opinion as to whether or not the terms, conditions and covenants in the Governing Documents with respect to insurance matters have been complied with; and

(iv) Based on examination and review of the Governing Documents, all of the terms, conditions and covenants set forth in the Governing documents as they relate to Insurance matters have been satisfied and are in full force and effect.

IN WITNESS WHEREOF, the undersigned as executed this Officer's Certificate this 20th day of June, 2016.

SOUTH BEND REDEVELOPMENT AUTHORITY

By: _____

Name: _____

Title: _____

EXHIBIT B
OFFICER'S CERTIFICATE
Century Center

Reference is made to the First Supplemental Trust Agreement dated as of August 1, 2011, as amended (the "Governing Document"), between the South Bend Redevelopment Authority, a public body corporate and politic, organized and existing under Indiana Code 36-7-14.5, as amended (the "Company"), and U.S. Bank National Association, as trustee (the "Trustee").

The undersigned officer hereby certifies to the Trustee that:

(i) I have read all relevant sections of the Governing Documents relating to Insurance and the definitions relating thereto;

(ii) I have made such examination or investigation as is necessary or appropriate in order to make the statements contained herein:

(iii) I have made such examination or investigation as is necessary to enable me to express an informed opinion as to whether or not the terms, conditions and covenants in the Governing Documents with respect to insurance matters have been complied with; and

(iv) Based on examination and review of the Governing Documents, all of the terms, conditions and covenants set forth in the Governing documents as they relate to Insurance matters have been satisfied and are in full force and effect.

IN WITNESS WHEREOF, the undersigned as executed this Officer's Certificate this 20th day of June, 2016.

SOUTH BEND REDEVELOPMENT AUTHORITY

By: _____

Name: _____

Title: _____

EXHIBIT C
OFFICER'S CERTIFICATE
Century Center

Reference is made to the Trust Agreement dated as of November 1, 2008, as amended (the "Governing Document"), between the South Bend Redevelopment Authority, a public body corporate and politic, organized and existing under Indiana Code 36-7-14.5, as amended (the "Company"), and U.S. Bank National Association, as trustee (the "Trustee").

The undersigned officer hereby certifies to the Trustee that:

(i) I have read all relevant sections of the Governing Documents relating to Insurance and the definitions relating thereto;

(ii) I have made such examination or investigation as is necessary or appropriate in order to make the statements contained herein:

(iii) I have made such examination or investigation as is necessary to enable me to express an informed opinion as to whether or not the terms, conditions and covenants in the Governing Documents with respect to insurance matters have been complied with; and

(iv) Based on examination and review of the Governing Documents, all of the terms, conditions and covenants set forth in the Governing documents as they relate to Insurance matters have been satisfied and are in full force and effect.

IN WITNESS WHEREOF, the undersigned as executed this Officer's Certificate this 20th day of June, 2016.

SOUTH BEND REDEVELOPMENT AUTHORITY

By: _____

Name: _____

Title: _____



Department of
Community Investment

Redevelopment Commission Agenda Item

DATE: June 13, 2016
FROM: David Relos, Economic Resources *DR*
SUBJECT: Fifth Addendum to Lease Between the South Bend Redevelopment Authority, as Lessor, and the South Bend Redevelopment Commission, as Lessee (College Football Hall of Fame / Century Center Project)

When bonds were issued and a lease between the Authority and Commission entered in to for the College Football Hall and Fame (HOF) and Century Center projects in 1993, the full HOF property was included in the lease.

In 1997 the Commission entered in to a lease with South Bend Chocolate Company (SBCC) for their downtown Café, and subsequently SBCC expanded to the north. This expansion area included a small portion of the HOF property.

Since it is contemplated to sell SBCC their downtown property currently being leased from the Commission, and to clear various title exceptions appearing on the expansion area's title report because its legal description is included in the lease between the Authority and Commission, this Fifth Addendum excepts out the expansion area from the legal description of the lease between the Authority and Commission, which will then clear the title exceptions caused by the lease.

This Addendum will be presented to the Redevelopment Authority for approval at their next meeting on June 15.

Staff requests approval of the Fifth Addendum to Lease Between the South Bend Redevelopment Authority, as Lessor, and the South Bend Redevelopment Commission, as Lessee for the College Football Hall of Fame / Century Center project, subject to Redevelopment Authority approval on June 15.



**Fifth Addendum to Lease Between
the South Bend Redevelopment Authority, as Lessor,
and the South Bend Redevelopment Commission, as Lessee
(College Football Hall of Fame/Century Center Project)**

THIS ADDENDUM, made and entered into as of this 15th day of June, 2016 (the "Effective Date"), by and between the South Bend Redevelopment Authority, a body corporate and politic organized and existing under I.C. 36-7-14.5 (hereinafter with its successors and assigns referred to as the "Authority"), and the South Bend Redevelopment Commission, the governing body of the South Bend Department of Redevelopment and the Redevelopment District of South Bend, Indiana (hereinafter called the "Lessee"),

WITNESSETH:

In consideration of the mutual covenants herein contained, it is agreed that the lease previously entered into between said parties as of the 1st day of November, 1993, as amended by the Addendum to Lease, dated as of June 3, 1994, as amended by a Second Addendum to Lease, dated as of July 1, 1994, as amended by a Third Addendum to Lease, dated as of November 20, 2000, and as amended by a Fourth Addendum to Lease, dated as of August 16, 2011 (collectively, the "Lease"), all of which were recorded in the Office of the Recorder of St. Joseph County, Indiana, (recording numbers 9423717, 9423718, 9425893, 0055375, and 1120940 respectively) shall be amended as follows:

1. The description of the Hall of Fame Portion stated in Exhibit B to the Lease is amended by adding the following at the end of said description (following numbered paragraph 4):

EXCEPT that parcel described as follows:

THAT PART OF THE NORTHWEST QUARTER OF SECTION 12, TOWNSHIP 37 NORTH, RANGE 2 EAST, PORTAGE TOWNSHIP, CITY OF SOUTH BEND, ST. JOSEPH COUNTY, INDIANA WHICH IS DESCRIBED AS: A PORTION OF LOT "A" OF THE "HALL OF FAME REPLAT " RECORDED AS DOCUMENT NO. 9506776 IN THE RECORDS OF THE ST. JOSEPH COUNTY, INDIANA RECORDER'S OFFICE AND BEING MORE PARTICULARLY DESCRIBED AS: BEGINNING AT THE SOUTHWEST CORNER OF SAID LOT "A"; THENCE CONTINUING N. 00°00-00" E. (REC. N. 00° 11-40" W.) ALONG SAID WEST LINE OF SAID LOT "A", 32.67 FEET; THENCE N. 89° 58-08" E., 72.40 FEET; THENCE S. 00°00-00" W., 32.67 FEET TO THE SOUTH LINE OF SAID LOT "A"; THENCE S. 89°58-08" W. (REC. S. 89° 45-16" W.) ALONG SAID SOUTH LINE, 72.40 FEET TO THE POINT OF BEGINNING.

2. The parties hereto acknowledge that all remaining terms, covenants and conditions set forth in the Lease shall remain in full force and effect.

3. This Addendum shall take effect as of the Effective Date stated above.

IN WITNESS WHEREOF, the parties hereto have caused this Fifth Addendum to Lease to be executed for and on their behalf on the day and year first hereinabove written.

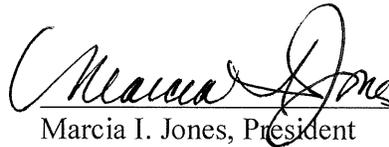
SOUTH BEND
REDEVELOPMENT AUTHORITY

Erin Linder Hanig, Vice President

ATTEST:

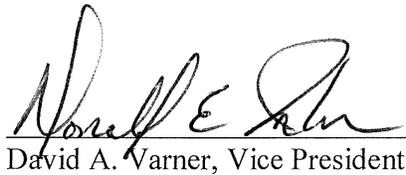
Anthony Fitts, Secretary-Treasurer

SOUTH BEND
REDEVELOPMENT COMMISSION



Marcia I. Jones, President

ATTEST:



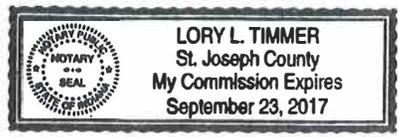
David A. Varner, Vice President

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STATE OF INDIANA)
) SS:
COUNTY OF ST. JOSEPH)

Before me, the undersigned, a Notary Public in and for said State, personally appeared Marcia I. Jones and David A. Varner, personally known by me to be the President and Vice President, respectively, of the South Bend Redevelopment Commission, and acknowledged the execution of the foregoing Fifth Addendum to Lease for and on behalf of said South Bend Redevelopment Commission.

WITNESS my hand and Notarial Seal this 13th day of June, 2016.



(SEAL)

[Handwritten Signature]

(Written Signature)

Lory L. Timmer

(Printed Signature)

My commission expires: September 23, 2017

Resident of St. Joseph County, Indiana

This instrument was prepared by Benjamin J. Dougherty, Assistant City Attorney, 1200 S. County-City Building, 227 W. Jefferson Blvd., South Bend, Indiana 46601.

I affirm, under the penalties for perjury, that I have taken reasonable care to redact each Social Security number in this document, unless required by law. Benjamin J. Dougherty.

STATE OF INDIANA)
) SS:
COUNTY OF ST. JOSEPH)

Before me, the undersigned, a Notary Public in and for said State, personally appeared Erin Linder Hanig and Anthony Fitts, personally known by me to be the Vice President and Secretary-Treasurer, respectively, of the South Bend Redevelopment Authority, and acknowledged the execution of the foregoing Fifth Addendum to Lease for and on behalf of said South Bend Redevelopment Authority.

WITNESS my hand and Notarial Seal this ____ day of _____, 2016.

(SEAL)

(Written Signature)

(Printed Signature)

My commission expires: _____

Resident of _____ County, _____.